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Counsel for Korpak, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
: Case No. 18-23538 (RDD)
SEARS HOLDINGS CORPORATION, *et al.*, : (Jointly Administered)
Debtors.¹ :
:-----x

**KORPACK, INC.'S OBJECTION TO NOTICE OF CURE COSTS AND POTENTIAL
ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACTS AND
UNEXPIRED LEASES IN CONNECTION WITH GLOBAL SALE TRANSACTION**

Korpak, Inc. ("Korpak"), by and through its undersigned counsel, hereby submits this objection (the "Objection") to the *Notice of Cure Costs and Potential Assumption and*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

Assignment of Executory Contracts and Unexpired Leases in Connection With Global Sale Transaction (the “Cure Notice”) (Doc. No. 1731), and in support hereof states as follows:

1. On October 15, 2018, Sears Holding Corporation and its affiliated debtor entities (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code in the U.S. Bankruptcy Court for the Southern District of New York.
2. On January 18, 2019, the Debtors filed the Cure Notice which identified an executory contract between Sears Holdings Management Corporation and Korpact dated July 26, 2017 as having a cure cost of \$174,656 (the “Proposed Cure Cost”). (Cure Notice, Exhibit A No. 4138.)
3. Korpact objects to the Cure Notice and the Proposed Cure Cost because the total amount due and owing to Korpact under the relevant agreement is \$204,400.17.
4. Accordingly, Korpact objects to the assumption and assignment of executory contract identified as No. 4138 in the Cure Notice unless the Debtors agree to pay \$204,400.17 in cure costs or such other amount as the parties may mutually agree.

Dated: January 26, 2019

FREEBORN & PETERS LLP

/s/ Devon J. Eggert

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Counsel for Korpact, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on January 26, 2019, an electronic copy of the Objection was filed using the Court's ECF System and via e-mail to the Objection Recipients (as defined in the Cure Notice to include Bid Notice Parties, the Buyer Parties, and the Consultation Parties) identified on the Service List below.

/s/ Devon J. Eggert
Devon J. Eggert

Service List

1. Bid Notice Parties
 - a. Debtors
 - i. Rob Riecker: rob.riecker@searshc.com
 - ii. Luke Valentino: luke.valentino@searshc.com
 - iii. Mohsin Meghji: mmeghji@miiipartners.com
 - iv. General Counsel: counsel@searshc.com
 - b. Debtors' counsel
 - i. Ray Schrock, Esq.: ray.schrock@weil.com
 - ii. Jacqueline Marcus, Esq.: jacqueline.marcus@weil.com
 - iii. Garrett A. Fail, Esq.: garrett.fail@weil.com
 - iv. Sunny Singh, Esq.: sunny.singh@weil.com
 - v. Ellen J. Odoner, Esq.: Ellen.Odoner@weil.com
 - vi. Gavin Westerman, Esq.: Gavin.Westerman@weil.com
 - c. Debtors' investment banker:
 - i. Brandon Aebersold and Levi Quaintance: project.blue.rx@lazard.com
2. Consultation Parties
 - a. Bank of America
 - i. Paul Leake, Esq.: Paul.Leake@skadden.com
 - ii. Shana Elberg, Esq.: Shana.Eiberg@skadden.com
 - iii. George Howard, Esq.: George.Howard@skadden.com
 - b. Wells Fargo Bank
 - i. Kevin J. Simard, Esq.: ksimard@choate.com
 - ii. Jonathan D. Marshall, Esq.: jmarshall@choate.com
 - c. Committee
 - i. Ira S. Dizengoff, Esq. : idizengoff@akingump.com
 - ii. Philip C. Dublin, Esq.: pdublin@akingump.com
 - iii. Abid Qureshi, Esq.: aquireshi@akingump.com
 - iv. Sara L. Brauner, Esq.: sbrauner@akingump.com
3. Successful Bidder Parties
 - a. Successful Bidder
 - i. Kunal S. Kamlani: kunal@eslinvest.com
 - ii. Harold Talisman: harold@eslinvest.com
 - b. Counsel
 - i. Christopher E. Austin, Esq.: caustin@cgsh.com
 - ii. Benet J. O'Reilly, Esq.: boreilly@cgsh.com
 - iii. Sean A. O'Neal, Esq.: soneal@cgsh.com